



COUNTY OF LOS ANGELES

DEPARTMENT OF PUBLIC WORKS

"To Enrich Lives Through Effective and Caring Service"

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IN REPLY PLEASE
REFER TO FILE: PM-1

July 7, 2016

TO: Each Supervisor

FROM: Gail Farber *Gail Farber*
Director of Public Works

BOARD MOTION OF JUNE 14, 2016, AGENDA ITEM 3 SAN PEDRO COURTHOUSE PROPERTY

On June 14, 2016, the Board approved a motion by Supervisor Don Knabe that directed the Chief Executive Office and Department of Public Works to prepare a Request for Proposal for the development and design of the proposed San Pedro Courthouse redevelopment, and submit it for Board review 14 days prior to its release.

Attached is the proposed Request for Proposal for your review. The Chief Executive Office and Public Works intends to release the Request for Proposal on July 26, 2016.

If you have any questions, please call me or your staff may contact Massood Eftekhari at (626) 458-4016.

MF:vmg

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Attach.

cc: Chief Executive Office (Capital Programs Division)
County Counsel
Executive Office



Request for Proposals (RFP)

HOA.100821532.1

San Pedro Courthouse Revitalization Development Opportunity – RFP

PROPOSALS DUE: 9.27.16



SAN PEDRO

Community Revitalization Development Opportunity Request for Proposals

June 2016

The County of Los Angeles (County) is offering a unique opportunity to redevelop a 1960's-built courthouse, situated on 1.8-Acres of land in San Pedro, CA, a port community immediately adjacent to the Port of Los Angeles. The site is situated in an ideal location that has undergone and is anticipated to experience significant ongoing investment. By 2026, over \$1 Billion is slated to be invested, to help revitalize the waterfront from Wilmington to San Pedro, branded as the *LA Waterfront*.

The selected Developer will have the opportunity to build on a significant wave of development activity, including Phase I of the San Pedro Market, a \$150 Million revitalization of the Ports O' Call located less than 0.5-miles from the subject property.

Developers that will promote the continued REVITALIZATION of San Pedro. Following selection and successful negotiations, the County is looking for a Developer to redevelop the property as quickly as possible; therefore, a Developer will be selected no later than 4th Qtr. 2016.

The County will retain Ownership of the property and the proposed development will be subject to a long term ground lease.

Through this Request for Proposals, the County intends to identify a collaborative developer and/or investors to engage the community and establish a preferred development program to effectuate the revitalization of the property identified herein including a joint use component.

Full details of the opportunity presented, information on the Community and Local Trade Area, the selection process, and information to be included in developer proposals follows.

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Additional documents, information, and materials are available for download at:

LA County DPW website.com

I. Project Overview

Background

In June 2016 the Board of Supervisors (BOS) of the County of Los Angeles adopted a Resolution authorizing the Chief Executive Office (CEO) to proceed with the acquisition of the San Pedro Courthouse (Courthouse) and directed the Department of Public Works (DPW) to issue a RFP for the redevelopment of the Courthouse property. The acquisition is expected to close by late September 2016 and thereafter the County may enter into a commitment contract and an unsubordinated ground lease which will provide for the delivery and operation of private sector uses as well as a joint use component. The transactions contemplated by this RFP are authorized by and will be required to comply with California Government Code 25549.1, et seq.

The Courthouse is situated on 1.8 acres of land in San Pedro, CA (Courthouse Property), which represents a Port community in the City of Los Angeles. San Pedro is projected to undergo a significant transformation with over **\$1 Billion** slated to be invested by 2026 spurred. One of the catalytic projects is the Ports O' Call Village, which is located in the subject's general neighborhood and will undergo a significant transformation. Phase I will convert the Village into the *San Pedro Market*, which represents a catalytic, \$150 million revitalization effort of 16 acres of land, delivering restaurants, shopping, fresh food markets, creative office space, outdoor gathering space, and a half-mile waterfront promenade.

The County desires for the proposed redevelopment of the Courthouse Property to complement and be synergistic with the **REVITALIZATION** efforts currently underway in San Pedro. The subject's proximity to the proposed San Pedro Market combined with its ideal location in the Historic Downtown District offers a unique opportunity for a well-capitalized entity, aligned with the City's and County's vision, to deliver a transformative and legacy project that will connect the Downtown District with the San Pedro Waterfront.

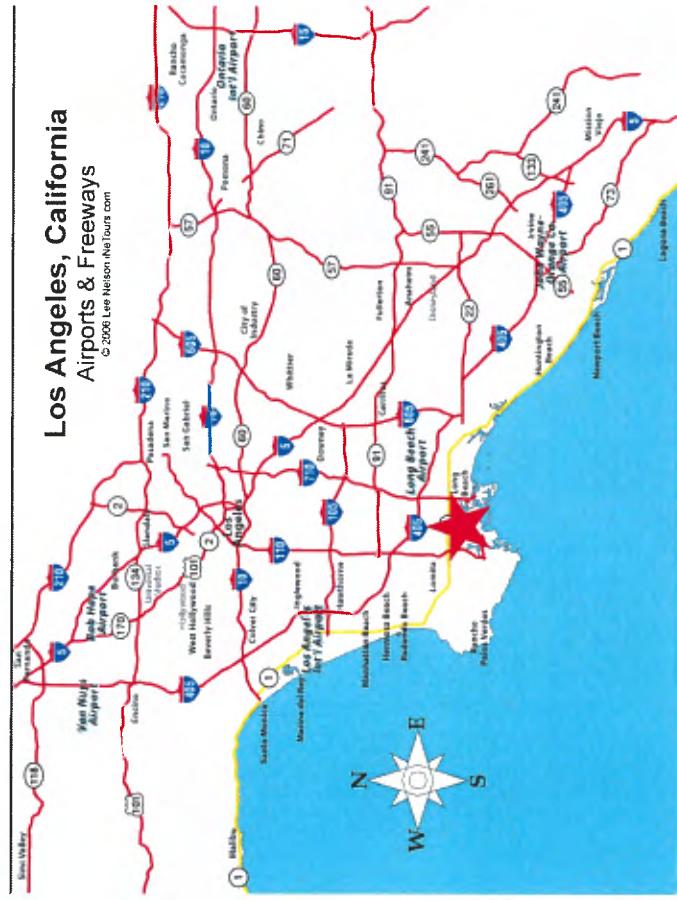
The County's main objective is Revitalization; therefore, Developers are encouraged to submit Proposals that reflect the goals and vision for the site and maximize to the fullest potential possible benefits for the community. Pursuant to Government Code 25549.1, a joint use component will be required; however, consistent with the BOS's Resolution, the County is also looking to maximize the Highest and Best Use (HBU) of the site. The HBU should provide a return on the County's \$5.1 MM investment on the acquisition in addition to joint use space and amenities. Proposals that do not require County funded subsidies are encouraged.

Through this Request for Proposal (RFP) the County desires to identify a collaborative developer to whom it will ultimately grant lease the Courthouse Property to effectuate its successful redevelopment. The County envisions that this will be a ground-up development.

Location Summary

San Pedro is located within the Los Angeles Metropolitan Area, approximately 23 miles southwest of downtown Los Angeles, and 20 miles south of the Los Angeles International Airport (LAX). It is bordered by Rolling Hills, Harbor City, Wilmington, and Long Beach, and is within the Harbor region.

Figure 1: Area Map & Site Location



RFP Timeline

- | | |
|---------------------|----------------------------|
| July 26, 2016: | Release RFP |
| Aug. 8, 2016: | Pre-submittal conference |
| Aug. 8 to 15, 2016: | Site visits by appointment |
| September 13, 2016: | Last day for questions |

September 27, 2016: Proposals due to the County

- | | |
|-------------------|--|
| October 3, 2016: | Notifications of short-listed Proposers |
| October 6, 2016: | Project presentations |
| October 11, 2016: | Working meetings |
| October 14, 2016: | LO's due to the County |
| October 18, 2016 | Notification of final rankings |
| November 1, 2016: | Award Pre-Development Agreement in the form of Exclusive Negotiation Agreement |

Transaction Summary

Upon close of its acquisition of the Courthouse Property, the County will be able to provide site control through a long-term ground lease. By statute, the ground lease term cannot exceed 66 years, which includes the original lease term and all extensions, Proposers must require greater terms will not be considered. Proposers must clearly articulate their proposed lead terms including, but not limited to, Term, Annual Rent, Deposits, Due Diligence Period, and Contingencies/Other Requirements. The County welcomes proposals that clearly articulate the proposed structure and terms for consideration.

Timeline

The schedule below provides a summary of the anticipated timeline for this procurement. The dates below are approximations and cannot be guaranteed. The County reserves the right to amend/adjust the schedule, as appropriate in its sole and absolute discretion.

II. Site Description

As introduced and shown in the Project Overview (p. 4), the County is in the process of securing Site Control of the former San Pedro Courthouse with escrow expected to close by September 2016.

The courthouse is located at 505 South Centre Street, San Pedro, California 90731. The site benefits from superior circulation, as it is a corner parcel bound by 5th, 6th, and Centre Streets. The site benefits from its location in the Downtown District, which is improved with a variety of restaurants, stores, offices, multifamily housing, coffee houses and art galleries, several of which are located in historic buildings.

The following is a summary of the Site description:

Address:	505 South Centre Street San Pedro, California 90731
APN:	7455-013-901
Site Area:	78,038 SF/1.8-Acres
Imp. Area:	50,000 square feet
Cont. Type:	2-Story, Combination Concrete/Steel
Year Built:	1969

The Courthouse has been vacant since June 2013. As shown in the picture herein, there is surface parking which the community continues to utilize.



Figure 2: XXX

Figure 3: XXX



III. Development Concept

The County is inviting proposals from qualified developers/development teams (Developers) to redevelop the San Pedro Courthouse into a high-quality, joint-use commercial, public, cultural, residential, and/or mixed-use facility. County is looking for Proposers to design, build, finance, operate, and maintain the proposed project.

The County has the following Key Development Objectives:

- *Expeditedly revitalize the former courthouse property that has been vacant for three years to a focal point of civic activity;*
- *Synergize the courthouse redevelopment with potential upcoming vibrant San Pedro waterfront redevelopment and the San Pedro Red Car extension (see map below);*
- *Assist the County in achieving the highest and best use for the property;*
- *Establish a long-term site development plan that integrates both public/cultural facilities that the community can embrace along with private development on the property;*
- *Create a pedestrian-friendly residential and civic community;*
- *Maximize the long-term asset value of the County-owned real property*
- *Incorporate design excellence in the development of new facilities*

Figure 2: xxx

These objectives constitute the basic goals and aspirations of the development. The County encourages visionary and catalytic projects that will continue to promote the revitalization of Downtown San Pedro. As further expanded upon in the Revitalization Activity section of this RFP, San Pedro is undergoing a significant transformation with over \$1 Billion of investment activity projected through 2026. As such, the Proposal should be synergistic with the catalytic projects under development.

Pursuant to Government Code Section 25549.1, et seq., the project requires a joint use component, which must be addressed in the Proposal. A conceptual Operations and Maintenance plan for the overall project shall also be considered.

IV. Area & Market Information

Location

San Pedro is within the greater Los Angeles Metropolitan Area and within the area locally known as the Harbor Community. This community is within proximity to The South Bay, which represents one of the most affluent communities in the metropolitan area (described below).

Figure 5: Area Map & Site Location



Los Angeles Metro Area - The greater Los Angeles Metropolitan Area is comprised primarily of Los Angeles and Orange counties. It is home to roughly 15.5 million people, is the second largest metropolitan area in the United States, and equivalent to the 15th largest economy in the world. The Los Angeles Metropolitan Area features an educated population with a median age of 35 years, a diverse and growing economy, a temperate climate, and a wide variety of recreational and cultural offerings. The area is well known for its movie and entertainment industry and notable attractions include Hollywood, Disneyland and Universal Studios; all within close proximity to San Pedro.

The South Bay - The South Bay is one of the most picturesque regions in the Los Angeles Metropolitan Area, and home to over 775,000 residents. The region is comprised of some of the most desirable and affluent communities in the metropolitan area including Palos Verdes and the Beach Cities of Redondo Beach, Manhattan Beach, and Hermosa Beach. Local access is via the Pacific Coast Highway (U.S. Highway 1) which runs within one-quarter mile of the Pier. Regional access is via the San Diego Freeway (I-405), the Harbor Freeway (I-105), and the Metro light rail Green line.

The South Bay's relaxed atmosphere and close proximity to LAX, downtown Los Angeles, and local high-end business parks continues to attract new residents as it has for many years. Major employers include Northrop Grumman, Lockheed Martin, Raytheon, Boeing, Direct TV, Honda, Toyota, Chevron, and Mattel. This strong business eighth largest economy in the world.

California - California is home to more than 37 million residents and a destination for over 40 million visitors from other states and 13 million international visitors and annually. California has the eighth largest economy in the world.

presence supports a resident population of highly educated, skilled and experienced workers.

San Pedro – San Pedro represents the most southerly community within the City of Los Angeles and was annexed by the City in 1909. San Pedro is located on the Palos Verdes Peninsula near the terminus of the Harbor (110) Freeway. The community is recognized as a Port City as it is located immediately adjacent to the Port of Los Angeles. San Pedro is characterized by its Mediterranean climate, ocean views, and unique commercial districts.

San Pedro Downtown District – Downtown is San Pedro's historic district and is generally bound by Pacific Avenue (West), between 4th Street (North) and 9th Street (South). Harbor Boulevard represents the eastern boundary, which adjoins the waterfront and Port of Los Angeles. Downtown encompasses approximately 100 acres or about 0.16 square miles.



Figure 6:xxx

Revitalization Activity

The information presented below provides a summary of proposed development activity from data sources deemed reliable. The County makes no representation whatsoever on the accuracy or reliability of said data or any guarantees that the developments will be completed. Developers should complete their own due diligence on the subject's market.

As summarized in the table below and shown in the subsequent area map, the subject's immediate neighborhood is improved with a variety of commercial, civic, and residential uses. Consistent with the Urban Land Institute's recommendation to build more residential units in the Downtown Area, recent deliveries include the Vue Apartments (301 Units) and the La Salle Lofts (24 Units).

Figure 7: xxx

#	Name	Description
1	Los Angeles Fire Department	Fire Station (Harbor)
2	POLA Boys & Girls Club	Community Facility
3	POLA Headquarters	Office Building
4	LA Port Police	Police Station
5	302 W 5th St	Office Building
6	Harbor Tower	Residential Apartments (180 DU, 12 Stories, 1978)
7	350 W 5th St	Office Building
8	Sunrise Hotel	Hotel - Independent (112 Keys)
9	The Vue Apartments	Residential Apartments (301 DU, 15 Stories, Parcelized Units, 2008)
10	222 W 6th St	Office Building (12 Stories)
11	LA Maritime Museum	Museum
12	Nelson One (PROPOSED)	Residential Condominiums (47 DU & Restaurant at Top, 13 Stories)
13	San Pedro City Hall	City Hall, Office Building
14	Crowne Plaza Hotel	Hotel - Upscale (244 Keys, 10 Stories)
15	Centre Street Lofts	Residential Condominiums (116 DU, 5 Stories, 2006)
16	LaSalle Lofts	Residential Condominiums (26 DU, 3 Stories, 2009)
17	San Pedro Bank Lofts	Residential Apartments (23 DU, 4 Stories, Parcelized Units, 2007)
18	San Pedro Bank Lofts	Residential Apartments (66 DU, 4 Stories, Parcelized Units, 2007)
19	Ports O' Call	Existing Retail & Entertainment, To be redeveloped

Additional residential is planned in the subject's Downtown District, including Omnitnet Capital's proposed 400-market rate multi-family development on Palos Verdes, between Fifth and Sixth Streets.

Port of Los Angeles – To date, the Port has invested \$600 million in public infrastructure projects including the Wilmington Waterfront Park, the Harbor Boulevard, Parkway Promenade, Downtown Harbor and renovations of Cabrillo Way Marino. Over the next 10 years, an additional \$400 million are slated to be invested in public access projects. Future projects in the subject's immediate neighborhood include Sampson Way and 7th Street Intersection improvements, Town Square at 6th Street project, the Port's O'Call Promenade project and the public access dock project for recreational boater use.

Figure 9: xxx



HOA.100821532.1

San Pedro Courthouse Revitalization Development Opportunity – RFP

San Pedro Public Market – In May 2016 the Los Angeles Board of Harbor Commissioners approved a 50-year ground lease for the 3-acre San Pedro Market site (currently known as Ports O'Call Village). The project is being developed by San Pedro Market LLC, a partnership between The Ratkovich Company and Jerico Development. Phase I represents a \$150 million revitalization effort of 16 acres of land, which will include restaurants, shopping, fresh food markets, creative office space, outdoor gathering space, and a half-mile waterfront promenade.

Figure 8: xxx



Figure 10: xxx



Nelson One – One block west of the subject property (533-537 Nelson), Developer TL Pacific Inc. is planning a luxury, \$26 million, high-rise mixed-use project consisting of 47 units and commercial. As proposed, a 6,000-square-foot restaurant will be on the top floor, while live-work and additional commercial space will be on the ground floor. Construction is estimated to begin in late 2016.

AltaSea – Approximately 1.5-mile south of the subject property is the AltaSea development, a \$500 million, 35 acre campus of innovation. Upon Completion, Alta Sea will represent San Pedro's emerging marine research campus, incubate and sustain ocean-related businesses, and provide ocean-related education programs. Boeing is in final talks for occupying the anchor space. Phase I impacts include 4,200 temporary jobs, 1,350 permanent jobs, and \$290 MM in increase in annual economic activity.

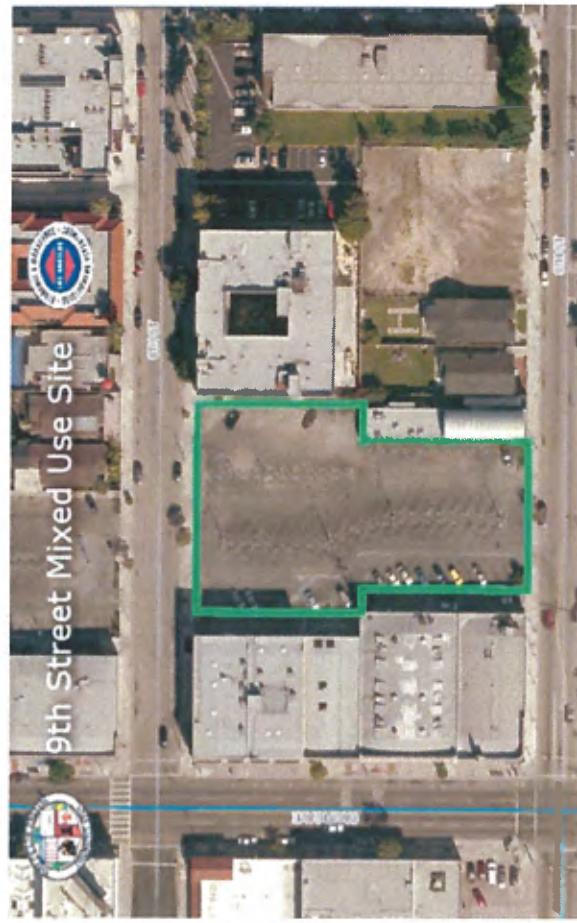
Omninet Capital – One block east of the subject property (550 560-S Palos Verdes) Developer Omnitnet Capital, LLC is planning 403 residential units, 5,200 square feet of ground-level retail space and a 639-car parking garage. The project is in the entitlement phase of development, with plans submitted for case processing earlier this year (2016).

Figure 11: xxx



9th Street Mixed-Use – In May 2016 the City of Los Angeles' Economic and Workforce Development Department issued a RFP to develop 456-462 9th Street (between Pacific Avenue and Mesa Street), within walking distance of the subject property. Three (3) parking lots, totaling 39,112 square feet or 0.89 acre are being offered in the RFP. The City is encouraging mixed-use concepts that incorporate sustainable design and construction.

Figure 12: xxx

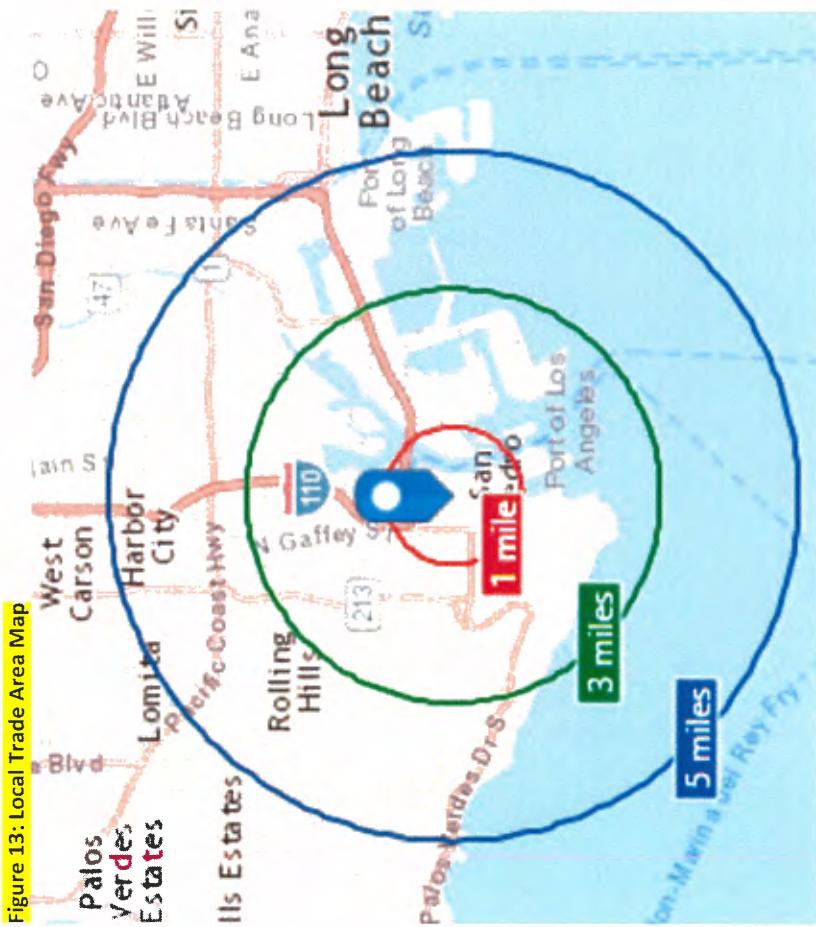


Summary Demographic Information

The communities surrounding San Pedro are densely populated by high earning households of a relatively young age. The local Trade Area (as shown below in Figure) is home to over 310,000 people and has an average household income in excess of \$77,983 per year. Additionally 4.5 million people live within a 30-minute drive.

2016	1 Mile	3 Mile	5 Mile
Population	34,079	111,311	219,031
Median Age	32.7	37.6	36.8
Avg HH Income	\$51,804	\$85,683	\$86,802
Household Size	2.82	2.72	2.91

2016	5 Minutes	10 Minutes	15 Minutes
Population	33,222	108,617	313,155
Median Age	32.8	35.0	35.6
Avg HH Income	\$51,210	\$72,966	\$77,983
Household Size	2.79	2.83	3.00



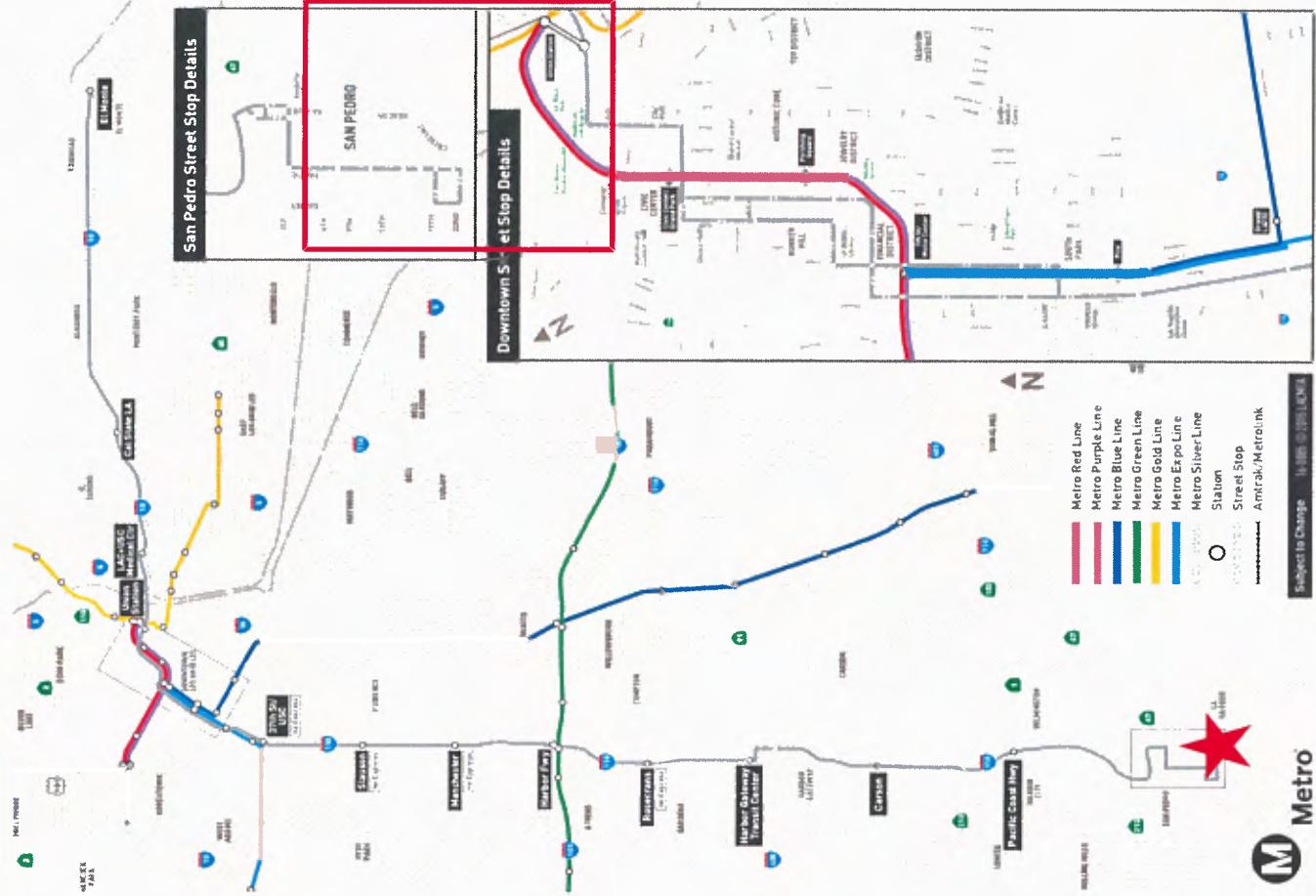
Area Transportation & Access

San Pedro is easily accessible and served by a number of major roads, bus routes, light rail, bicycle corridors, and four commercial airports including LAX.

As shown on the map to the right, San Pedro (red star at bottom) is accessible by public transportation and the Harbor (110 Freeway). The METRO Silverline connects San Pedro to Downtown Los Angeles. In addition, this line provides critical connection points to Metro's newly expanded rail system.

Recent improvements to the region's transportation system provide better connectivity to San Pedro, attracting a variety of local and visiting users, and often serves as a hub for patrons visiting the area.

Figure 14:xxx



V. Public Engagement

It is expected that the redevelopment of the San Pedro Courthouse Property will be a significant and closely followed process by an active and engaged citizenry. Various stakeholders, including the San Pedro Chamber of Commerce, Councilman Buscaino's office (CD15), the San Pedro Historic Downtown Business Improvement District, and the Neighborhood Council are actively involved in the revitalization of the Downtown area and Waterfront (just 1/4-mile from subject property); therefore, a thoughtful well-executed community engagement strategy will be critical to the proposed project's success.

A successful developer will carefully weigh these varying interests and complete a thorough public outreach process to best achieve a favorable outcome. The County will be able to provide some assistance in facilitating this process, and by identifying key stakeholders, providing a forum for discussion and other similar roles. However, like any project of this nature, a successful public input and outreach process will ultimately be the responsibility of the Developer.

As part of the selection process, the County will evaluate examples of previous outreach and public engagement campaigns conducted by the respondent. In addition, the County will evaluate the Proposer's planned Public Outreach Plan. The actual public outreach is expected to occur after a Developer selection is made.

VI. Entitlements

The Courthouse property is within the limits of the City of Los Angeles. The County will retain ownership of the subject property. The Developer will have to secure all necessary entitlements and project approvals at Developer's sole cost and expense.

Additionally, as with all projects of this scope in the State, compliance with the California Environmental Quality Act (CEQA) will be required. Any required CEQA documents will be prepared by the Developer and certified by the County as Lead Agency.

Proposers are encouraged to submit proposals which stipulate what entitlement conditions might be necessary to achieve the proposed development.

County and City Political Leadership

There is strong political leadership supporting the revitalization of the Courthouse, with Los Angeles County Board of Supervisors and the Fourth District Supervisor supportive of a transformative project in the District.

San Pedro is located within the City of Los Angeles, which represents a Mayor-Council-Commission form of government. The Mayor, City Controller, and City Attorney are elected by City residents every four years, while the fifteen (15) City Councilmembers are elected by City residents every four years for a maximum of two terms. The subject property is located within Council District 15. The District Councilmember lives in San Pedro and is a proponent of revitalization efforts in his home community.

VII. Transaction Structure

Currently proposed legislation (AB 1900) provides for the Judicial Council of California to sell the San Pedro Courthouse to the County of Los Angeles, which is currently a part-owner of the property. It is anticipated that in September 2016 the State of California will transfer the property to the County of Los Angeles. Thereafter, the County of Los Angeles wishes to redevelop the property immediately to coincide with other exciting developments occurring in the area.

The County of Los Angeles will retain fee simple ownership of the Courthouse Property; therefore, Proposals requiring the County to transfer title to a private entity are discouraged.

Pursuant to Government Code section 25549.3, the maximum lease term shall not exceed 66 years; therefore, Proposals requiring a greater lease term will not be considered.

While Revitalization is a key objective for the County, the County is looking to maximize the Highest and Best Use of the property and to the extent possible, generate a return on the \$5.1 MM acquisition of the Courthouse property.

The County will consider offering an unsubordinated ground lease. Proposers should submit Proposals that provide clarity on the terms that are essential to consummate a possible deal including but not limited to the following terms:

Ground Lease Terms

- Monthly Rent Payments (including the greater of a percentage of gross receipts or a set minimum)
- Escalations/Rent Adjustments
- Initial term plus optional extension term (not-to-exceed a maximum of 66 years total). County will not consider proposals that require a transfer of fee simple interest in the property.
- County participation in any permitted lease transfers
- Property Maintenance Plan
- Due Diligence Period
- Joint Use Component
- Other Terms & Conditions

VIII. RFP Process & Timeline

The County understands that preparation of proposals and responses can be a resource-intense process. The County also understands the scale of the opportunity being presented. In consideration of these factors, and to encourage responses by qualified developers, the County is utilizing a streamlined selection process and limiting response package requirements to essential information. The anticipated selection process and selection steps/rounds follow.

RFP Questions

Questions regarding this RFP shall be sent via email with “San Pedro RFP Questions” in the Subject line and addressed to both individuals below:

Ms. Soo Kim
skim@dpw.lacounty.gov

Mr. Matt Jerge
mjerge@dpw.lacounty.gov

Proposal Submission

The response to this RFP shall be made according to the requirements set forth in Section IX, Proposal Package, both for content and for sequence. Noncompliance with these requirements or the inclusion of conditions, limitations, or misrepresentations, may be cause for rejection of the proposal. Each proposing firm shall submit only one proposal and shall provide six hard copies and one electronic copy on compact disk.

The Department of Public Works does not assume responsibility for documents that are incorrectly submitted. It shall be the

responsibility of the Consultant to confirm proper delivery and receipt by the Department of Public Works of a submitted proposal.

Proposals submitted in hard copy format shall include six complete bound copies (spiral bound or in 3-ring binder, and one compact disk of the proposal and related information and shall be submitted to:

County of Los Angeles Department of Public Works
Cashier's Office
900 South Fremont Avenue, Mezzanine Level
Alhambra, California 91803-1331
Attention: Matt Jerge

Proposals must be received by the date and time indicated in the cover letter. PROPOSALS RECEIVED BY PUBLIC WORKS AFTER THE DEADLINE WILL NOT BE ACCEPTED OR CONSIDERED.

Working Meetings

Qualified Proposers may be invited to meet with staff, representatives, and/or consultants on an individual basis to discuss the Developer’s qualifications/proposal package. The Developer will have an opportunity to present its initial concepts and will receive input on perceived strengths and weaknesses of its preliminary proposal.

Letter of Intent

Qualified Proposers will have an opportunity to refine their proposals and will be asked to submit a Letter of Intent “LOI” to the County outlining their proposal including a high level summary of proposed land uses, massing, and ground lease structure.

Selection of Preferred Candidate

Based on the submittals, meetings, and the LOI, County Staff will provide recommendations to the Los Angeles County Board of Supervisors who will select the preferred development candidate. Potential Developers may be invited to provide a summary presentation to the Board of Supervisors in a public meeting to discuss its proposal and letter of intent.

Notwithstanding a recommendation of a department, agency, individual, or other, the Board of Supervisors retains the right to exercise its judgment concerning the selection of a Developer and the terms of any resultant agreement, and to determine which Developer best serves the interests of the County of Los Angeles. The Board of Supervisors is the ultimate decision-making body and makes the final determinations necessary to arrive at a decision to award, or not award, a contract.

Exclusive Negotiation

The preferred developer candidate and the County will execute an Exclusive Negotiation Agreement (ENA), and enter into an exclusive negotiation period during which specific deal terms will be identified. If agreement is achieved, the parties will formalize the agreement through a commitment contract that will include among other things, a general project description, development concept, timeline, ground lease terms and compensation structure. During the entitlement and approval process the County and developer will formalize deal terms through a development and master lease agreement to guide the redevelopment of the site. This final documentation will be executed upon receipt of all prerequisite approvals.

If agreement is not achieved the County may enter into exclusive negotiation with the next most preferred development candidate.

A \$50,000 deposit will be required (\$25,000 initially non-refundable) upon selection of the preferred developer, and additional non-refundable deposits will be required upon execution of the commitment contract and subsequent milestones commensurate with the expenses to be incurred by the County through each phase of the process.

General Conditions

All Proposers must comply with the terms provided in Section XI, General Conditions as well as the General Process Guidelines and the Process Integrity Guidelines provided in the sections below.

General Process Guidelines

The County reserves all rights to stop the selection process, change the selection process, or not select a developer.

This RFP and selection process does not constitute any type of offer and imposes no contractual or other liability on the County. There is no guarantee that a ground lease or other agreement will be consummated, or that anything will be developed.

The County reserves all rights with regard to this solicitation, including but not limited to the right to amend or modify this RFP, reject all proposals, extend any dates, or, subject to an ENA, to initiate negotiations with the next most preferred respondent if negotiations with the preferred respondent do not result in an agreement.

The County at its sole discretion may decide to distribute none, some or all information discussed at the various County/Developer meetings to other potential respondents. Any distribution of such information will be to all qualified respondents.

Should the County not receive qualified proposals of interest by a submittal deadline, it reserves the right to extend that deadline until qualified proposals of interest are received.

Proposers are responsible for ensuring submittals are actually received.

All materials submitted during any part of the selection process become the property of County. The respondent may designate portions of its submittals that contain proprietary data as "CONFIDENTIAL", but the County cannot guarantee that it will be able

to enforce such confidentiality. Refer to Section XI, General Conditions for additional detail.

The County shall not be responsible for any costs and/or obligations incurred by and/or on behalf of a potential developer in preparing, submitting or otherwise participating in any part this RFP, the selection, documentation, or the development process in its entirety.

The County reserves the right to request clarification or additional information from respondents.

Information included in this RFP is believed to be accurate, but should be independently verified by potential respondents prior to reliance upon.

Process Integrity Guidelines

It shall be the policy of the County of Los Angeles to adhere to the following Process Integrity Guidelines during its selection of a potential redevelopment partner for the San Pedro Courthouse pursuant to this RFP.

Each proposer is individually and solely responsible for ensuring compliance with the following specific Process Integrity Guidelines. This responsibility extends to the proposer's employees, agents, consultants, lobbyists, affiliates, and all other parties or individuals engaged by proposer or otherwise acting in concert with proposer for purposes of developing or supporting the selection process.

1. This policy shall be operative from release of this RFP until such time as the Board of Supervisors meeting at which the Los Angeles County Board of Supervisor's awards a development or ground lease or other agreement(s).
2. Collusive activities among separate respondent teams are expressly forbidden and may result in immediate disqualification of any involved parties.
3. Proposers are prohibited from offering promotional outreach, hospitality, gifts, or other like activities directed toward County staff, elected or appointed officials, or proposal reviewers.
4. All communication related to the RFP with the County of Los Angeles must be directed to the County's Contact(s) identified in the cover letter. Contacting any other County staff member, elected or appointed officials, or proposal reviewers may result in disqualification of the proposal.

5. Notwithstanding the restrictions on communications set forth in Sections 3 and 4, nothing in this policy is intended to restrict or prohibit proposers from communicating with County staff and officials during an open and public County Board of Supervisors, City Council or Commission meeting or proposers conference.
6. Any and all information provided by proposers during any part of the RFP, selection, or documentation process shall be factually correct.
7. Proposers will be informed of this policy and will be required to provide written acknowledgement of receipt along with the submittal response package. Any evidence which indicates a proposer has failed to comply with the Process Integrity Guidelines described herein may result in that proposer's disqualification. Any questions regarding the Process Integrity Guidelines shall be in writing and shall be transmitted by mail to County's Contact(s) identified in the cover letter.

IX. Proposal Package

Limited Partnership:

1. Submit a conformed copy of the Certificate of Limited Partnership or Application for Registration of Foreign Limits Partnership as filed with the California Secretary of State, and any amendments.

All proposals must include the following:

Cover Letter

A maximum two-page letter including the name and address of the organization submitting the proposal; whether the proposing firm is an individual, partnership, corporation, or joint venture; and the name, address, telephone number, and e-mail address of the contact person who will be authorized to make representations for the organization.

Provide a Certificate of Good Standing from the California Secretary of State.

Qualifications and Experience

A summary of current and previous experience of the team with regard to projects comparable both in size and uses. As appropriate, this information should include a project description, photos or site plans if available, land uses, dates completed, developer role, cost/value, financing sources, duration of development processes, role of current employees in the project and other key information.

Corporate Documents

Include relevant information regarding organizational stability and strength, including a description/statement of the organization or legal structure (e.g.) sole proprietorship, partnership, corporation, joint venture, etc.

Corporations or Limited Liability Company (LLC):

Submit the following documentation with the Proposal:

1. Copy of a "Certificate of Good Standing" with the state of incorporation/organization.
2. A conformed copy of the most recent "Statement of Information" as filed with the California Secretary of State listing corporate officers or members and managers.

Ground Lease

A description of the desired lease structure for the site, including rent commencement date relative to development and stabilization, minimum lease term and options (not to exceed 66 years in total), proposed rent framework, as well as a dollar or % range that could be committed to.

Financial Data

A summary of the potential developer's capability to source the capital necessary to successfully fund and/or finance the proposed concept. Additionally, a description of the anticipated financing structure to be employed to finance the anticipated project. The County anticipates that the total development budget for a comprehensive development program may exceed \$100 million, and specific evidence needs to be provided to support proof of the ability to fund a project of this size.

References

An accurate list of no fewer than three financial/lending references (name, title, entity, telephone number and contractual relationship to respondent) that may be contacted with respect to current and past project experience. Additionally, a reference list of and contact information for five to 10 public sector elected officials or private sector executive staff involved in the previous projects identified as examples of Relevant Project Experience.

Qualifications/Proposal Package Checklist

Cover Letter

Table of Contents

Corporate Documentation

Qualifications & Relevant Project Experience

- € Summary of current and previous relevant experience
- € Project descriptions
- € Site plans
- € Photos
- € Developer roles and teams
- € Project team member resumes
- € Cost and financing structures
- € Project timelines

Project Concept

- € Summary of approach and timing related to:

- € Engaging public input
- € Managing public outreach
- € Planning
- € Design
- € Project approvals
- € Financing (DISAGREE- THERE COULD BE ANON PRIFIT COMPONENT THAT USES 501C3 FUNDING
- € Development/construction
- € Project operation
- € Joint use component

Required Forms

- € Forms 1-18

- € Relevant examples of processes related to public engagement and project approach from other projects

- € Ground Lease Structure
 - € Proposed general lease terms
 - € Proposed rent structure
 - € Estimated compensation and conditions

Financial Capacity

- € Summary of capability to source necessary capital
 - € Description of anticipated financing structure
 - € Specific evidence of ability to fund a \$100 million program

References

- € No less than three financial/lending references and contact information
- € References and contact information for a minimum of five public sector elected officials or private sector executive staff involved in previous projects identified in Relevant Project Experience

Acknowledgements

- € Acknowledgement and acceptance of the County's General Conditions
- € Acknowledgement and acceptance of the Process Integrity Guidelines
- € This checklist, completed

X. Evaluation Criteria

Project Concept (40 percent)

- Alignment with the County's goals regarding revitalization and redevelopment of the Courthouse Property (See Section III).
- Project Economics: Project's potential to provide an economic return to the County's (\$5.1 MM) investment via the ground lease structure and maximize the community benefits and fiscal impact.
- The respondent's proposed use of the property, Public Engagement Plan, timeline, and overall execution/delivery approach for the development.

Financial Capacity (25 percent)

- Project financial feasibility combined with demonstrated ability to access capital for the proposed scope of development.

References (10 percent)

- Political Leadership, financial institution, and other applicable Professional references.

Letter of Intent (LOI)

In selecting a development partner the County will place considerable weight on the proposals and terms provided by developers in their LOI's. Among other items, the LOI may include certain proposed developer terms and conditions as related to transaction structure and project delivery, including expected financial terms and conditions. Ground lease terms and conditions such as proposed rent structure, escalations, and Subordination and Non-Disturbance Agreement (SNDA), must also be included in the LOI. The LOI shall be non-binding.

Review of Response Package

Response packages that pass the initial pass/fail evaluation will be submitted to the Evaluation Committee for evaluation and rating. Responses will be evaluated on a weighted numerical scale for each of the criteria below.

Qualifications & Experience (25 percent)

- The respondent's applicable experience and expertise including track record and financial capacity to perform.
- Experience, process, and demonstrated success in engaging with the public regarding project design and implementation.
- The respondent's experience in both formulating and implementing successful projects of similar scope, complexity, and character, including excellence in design.
- Experience of key project team members with similar projects.

XI. General Conditions

5. Truth and Accuracy of Representations

1. General Conditions

This RFP is a solicitation for proposals only, and is neither intended, nor to be construed as, an offer to enter into an agreement or engage in any formal competitive bidding or negotiation pursuant to any statute, ordinance, rule, or regulation. Thus, the County reserves the unqualified right to withdraw or cancel this RFP and to reject any or all proposals for any reason.

2. County's Responsibilities

County is responsible only for that which is expressly stated in this RFP or any future addenda, also referred to as notices, that may be issued to this RFP. County is not responsible for, and shall not be bound by, any representations otherwise made by any individual acting or purporting to act on its behalf.

3. Cost of Proposal

The County shall not in any way be liable or responsible for any costs incurred in connection with the preparation, submittal, or presentation of any proposal submitted in response to this request.

4. Compliance with RFP

Responses to this RFP shall be made according to the specifications and instructions contained herein. Failure to adhere to RFP instructions may be cause for rejection of any proposal.

5. Truth and Accuracy of Representations

Substantially false, misleading, incomplete, or unresponsive statements and/or failure to adhere to the format herein described may be sufficient cause for rejection. The evaluation and determination of the fulfillment of the above requirement shall be in the County's sole judgment and shall be final.

6. Contract Execution

Any resultant contract from this RFP shall be executed and returned by the selected firm within ten calendar days from the time of receipt of the contract (see sample Consultant Services Agreement, Attachment 1). If the contract is not returned within ten calendar days, the County may exercise the option of awarding the contract to the next highest rated Developer.

7. Acceptance of Terms and Conditions

Developers understand and agree that submittal of a proposal will constitute acknowledgment and acceptance of, and a willingness to comply with, all of the terms, conditions, and criteria contained in this RFP, including attachments thereto. Any and all parts of the submitted proposal may become part of any resultant contract between the selected proposer and the County.

8. County's Changes to RFP

County reserves the right to interpret or change any provisions of this RFP at any time prior to the proposal submittal date. Such interpretations or changes shall be in the form of addenda (or also referred to as Notice) to this RFP. Such addenda will be made available to each person or organization who has registered through

the Department of Public Works "Doing Business with DPW" website for this RFP at <http://dpw.lacounty.gov/general/contracts/opportunities/>. Should such addenda require additional information not previously requested, a Developer's failure to address the requirements of such addenda may result in the Proposal found non-responsive and/or the Developer non-responsible.

9. Developer Changes to Proposal

Until the proposal submission deadline, errors in proposals may be corrected by submitting a request in writing to withdraw the proposal and by submission of a replacement proposal with the mistakes corrected. Corrections will not be accepted once the deadline for submission of proposals has passed.

10. Consistency with Laws

Any agreement entered into by the Developer shall be consistent with applicable federal, state, and local laws.

11. Notice to Developers Regarding the Public Records Act

Responses to this solicitation shall become the exclusive property of the County. Absent extraordinary circumstances, at such time as (a) with respect to the recommended bidder's/Developer's bid/proposal, Public Works completes contract negotiations and obtains a letter from an authorized officer of the recommended bidder/Developer that the negotiated contract is a firm offer of the recommended bidder/Developer, which shall not be revoked by the recommended bidder/Developer pending the department's completion of the process under the applicable protest policy as set forth in this RFP and approval by the Board of Supervisors and (b) with respect to all

other bidders/Developers, Public Works recommends the recommended bidder/Developer(s) to the Board and such recommendation appears on the Board agenda, bids/proposals submitted in response to this solicitation become a matter of public record, with the exception of those parts of each bid/proposal which are justifiably defined by the bidder/Developer as business or trade secrets, and plainly marked as "Trade Secret," "Confidential," or "Proprietary."

The County shall not, in any way, be liable or responsible for the disclosure of any such record or any parts thereof, if disclosure is required or permitted under the California Public Records Act or otherwise by law. A blanket statement of confidentiality or the marking of each page of the bid/proposal as confidential shall not be deemed sufficient notice of exception. The bidders/Developers must specifically label only those provisions of their respective bid/proposal which are "Trade Secrets," "Confidential," or "Proprietary" in nature.

In the event the County is required to defend an action on a Public Records Act request for any of the aforementioned documents, information, books, records, and/or contents of a proposal marked "confidential," "trade secrets," or "proprietary," Developer agrees to defend and indemnify County from all costs and expenses, including reasonable attorneys' fees, incurred in connection with any action, proceedings, or liability arising in connection with the Public Records Act request.

12. Contact with County Employees

As of the issue date of this RFP and continuing until the final date for award by the Board of Supervisors, all Developers are specifically

directed not to hold meetings, conferences, or technical discussions regarding the RFP with County employees, except during meetings sanctioned by the County. During the submittal period, questions regarding this RFP may be directed to the person(s) indicated in the cover letter or e-mailed to:

Ms. Soo Kim

County of Los Angeles Department of Public Works
Architectural Engineering Division
900 South Fremont Avenue, 8th Floor
Alhambra, California 91803-1331
skim@dpw.lacounty.gov

and

Mr. Matt Jerge

County of Los Angeles Department of Public Works
Architectural Engineering Division
900 South Fremont Avenue, 8th Floor
Alhambra, California 91803-1331
merge@dpw.lacounty.gov

the Lobbyist Ordinance, defines a County lobbyist and imposes certain registration requirements upon individuals meeting the definition. The complete text of the Ordinance can be found in County Code Chapter 2.160. In effect, each person, corporation, or other entity who seeks a County permit, license, franchise, or contract must certify compliance with the Ordinance. As part of this solicitation process, it is the responsibility of each Developer to review the Ordinance independently as the text of said Ordinance is not contained within this RFP. Thereafter, each person, corporation, or other entity submitting a response to this RFP must certify that each County lobbyist, as defined by Los Angeles County Code Section 2.160.010 and each such County Lobbyist is not on the Executive Office's List of Terminated Registered Lobbyists by completing and submitting the Familiarity with the County Lobbyist Ordinance Certification, as set forth in Form 4, as part of their proposal.

14. Gratuities

It is improper for any County officer, employee, or agent to solicit consideration, in any form, from a Developer with the implication, suggestion, or statement that the Developer's provision of the consideration may secure more favorable treatment for the Developer in the award of the contract or that the Developer's failure to provide such consideration may negatively affect the County's consideration of the Developer's submittal. A Developer shall not offer or give, either directly or through an intermediary, consideration, in any form, to a County officer, employee, or agent for the purpose of securing favorable treatment with respect to the award of the contract.

13. County of Los Angeles Lobbyist Ordinance

The County has enacted an ordinance regulating the activities of persons who lobby County officials. This Ordinance, referred to as

A Developer shall immediately report an attempt by a County officer, employee, or agent to solicit such improper consideration. The report shall be made either to the Public Works' manager charged with the supervision of the employee or to the County Auditor-Controller's Employee Fraud Hotline at (800) 544-6861. Failure to report such a solicitation may result in the Developer's submittal being eliminated from consideration.

Among other items, such improper consideration may take the form of cash, discounts, services, the provision of travel or entertainment, or tangible gifts.

15. Consideration of GAIN/GROW Program Participants for Employment

As a threshold requirement for consideration for contract award, Developers shall demonstrate a proven record of hiring participants in the County's Department of Public Social Services Greater Avenues for Independence (GAIN) or General Relief Opportunity for Work (GROW) Programs or shall attest to a willingness to consider GAIN/GROW participants for any future employment openings if they meet the minimum qualifications for that opening. Developers shall attest to a willingness to provide employed GAIN/GROW participants access to the Developers' employee mentoring program, if available, to assist these individuals in obtaining permanent employment and/or promotional opportunities.

16. Child Support Compliance Program

Developer is required to fully comply with all applicable state and federal reporting requirements relating to employment reporting for its employees. Developer is required to fully comply with all lawfully served wage and earnings assignment orders and notices of assignment during the term of any contract that may be awarded pursuant to this solicitation. Failure to comply may be cause for termination of a contract or initiation of debarment proceedings against the non-compliant Contractor (County Code Chapter 2.202).

17. Federal Earned Income Credit

Consultant shall notify its employees, and shall require each sub-consultant to notify its employees, that they may be eligible for the Federal Earned Income Credit under the Federal Income tax laws. Such notice shall be provided in accordance with the requirements set forth in Internal Revenue Service Notice 1015. A copy of the notice is available at this website: <http://www.irs.gov/pub/irs-pdf/n1015.pdf>.

18. Recycled Bond Paper

Developer shall be required to comply with the County's policy on recycled bond paper as specified in Attachment 1, Consultant Services Agreement, Recycled Bond Paper paragraph.

19. County Policy on Doing Business with Small Business

19.1 The County has multiple programs that address small businesses. The Board of Supervisors encourages small business participation in the County's contracting process by constantly set forth in the Required Forms, along with their proposal.

streamlining and simplifying our selection process and expanding opportunities for small businesses to compete for our business.

19.2 The Local Small Business Enterprise Preference Program requires the company to complete a certification process. This program and how to obtain certification are further explained in Section 7.2 of this RFP.

19.3 The Jury Service Program, provide exceptions to the Programs if a company qualifies as a Small Business. It is important to note that each Program has a different definition for Small Business. You may qualify as a Small Business in one Program but not the other. Further explanations of the Jury Service Program are provided in Section 6.27 of this RFP.

19.4 The County also has a policy on Doing Business with Small Business.

20. Indemnification and Insurance

The County's insurance requirements specify that Consultants should obtain coverage from insurance companies acceptable to the County who have a current A.M. Best rating of not less than A:VII. A Best rating of A:VII indicates that the company evidences strong financial strength and ability to meet their ongoing financial obligations to policyholders. Consultant shall comply with indemnification and insurance provisions specified in Attachment 2 of this RFP which will be incorporated into Consultant Services Agreement.

21. SPARTA Program

The County program known as SPARTA (Service Providers, Artisan, and Tradesman Activities), may be able to assist potential Consultants

in obtaining affordable liability insurance. The SPARTA Program is administered by the County's insurance broker, Municipality Insurance Services, Inc. For additional information, a Developer may call (800) 420-0555 or visit the following website www.2sparta.com.

22. Cancellation of or Changes in Insurance

Contractor shall provide County with, or Contractor's insurance policies shall contain a provision that County shall receive, written notice of cancellation or any change in Required Insurance, including insurer, limits of coverage, term of coverage or policy period. The written notice shall be provided to County at least 10 days in advance of cancellation for non-payment of premium and 30 days in advance for any other cancellation or policy change. Failure to provide written notice of cancellation or any change in Required Insurance may constitute a material breach of the Contract, in the sole discretion of the County, upon which the County may suspend or terminate this Contract.

23. Failure to Maintain Insurance

Contractor's failure to maintain or to provide acceptable evidence that it maintains the Required Insurance shall constitute a material breach of the Contract, upon which County immediately may withhold payments due to Contractor, and/or suspend or terminate this Contract. County, at its sole discretion, may obtain damages from Contractor resulting from said breach. Alternatively, the County may purchase the Required Insurance, and without further notice to Contractor, deduct the premium cost from sums due to Contractor or pursue Contractor reimbursement.

24. Determination of Developer Responsibility

24.1 A responsible Developer is a Developer who has demonstrated the attribute of trustworthiness, as well as quality, fitness, capacity and experience to satisfactorily perform the contract. It is the County's policy to conduct business only with responsible consultants.

24.2 Developers are hereby notified that, in accordance with Chapter 2.202 of the County Code, the County may determine whether the Developer is responsible based on a review of the Developer's performance on any contracts, including but not limited to County contracts. Particular attention will be given to violations of labor laws related to employee compensation and benefits, and evidence of false claims made by the Developer against public entities. Labor law violations which are the fault of sub-consultants and of which the Developer had no knowledge shall not be the basis of a determination that the Developer is not responsible.

24.3 The County may declare a Developer to be non-responsible for purposes of this contract if the Board of Supervisors, in its discretion, finds that the Developer has done any of the following: (1) violated a term of a contract with the County; (2) committed an act or omission which negatively reflects on the Developer's quality, fitness or capacity to perform a contract with the County, any other public entity, or a nonprofit corporation created by the County, or engaged in a pattern or practice which negatively reflects on same; (3) committed an act or offense which indicates a lack of business integrity or business honesty; or (4) made or submitted a false claim against the County or any other public entity.

24.4 If there is evidence that the highest ranked Developer may not be responsible, the Department shall notify the Developer in writing of the evidence relating to the Developer's responsibility, and its intention to recommend to the Board of Supervisors that the Developer be found not responsible. The Department shall provide the Developer and/or the Developer's representative with an opportunity to present evidence as to why the Developer should be found to be responsible and to rebut evidence which is the basis for the Department's recommendation.

24.5 If the Developer presents evidence in rebuttal to the Department, the Department shall evaluate the merits of such evidence, and based on that evaluation, make a recommendation to the Board of Supervisors. The final decision concerning the responsibility of the Developer shall reside with the Board of Supervisors.

24.6 The terms shall also apply to proposed sub-consultants of Developers on County contracts.

25. Developer Debarment

25.1 The Developer is hereby notified that, in accordance with Chapter 2.202 of the County Code, the County may debar the Developer from proposing on, or being awarded, and/or performing work on other County contracts for a specified period of time, which generally will not exceed five years but may exceed five years or be permanent if warranted by the circumstances, and the County may terminate any or all of the Developer's existing contracts with the County, if the Board of Supervisors finds, in its discretion, that the Developer has done any of the following: (1) violated a term of a contract with the County or a nonprofit corporation created by the

County; (2) committed an act or omission which negatively reflects on the Developer's quality, fitness or capacity to perform a contract with the County, any other public entity, or a nonprofit corporation created by the County, or engaged in a pattern or practice, which negatively reflects on same; (3) committed an act or offense, which indicates a lack of business integrity or business honesty; or (4) made or submitted a false claim against the County or any other public entity.

25.2 If there is evidence that the highest ranked Developer may be subject to debarment, the Department shall notify the Developer in writing of the evidence which is the basis for the proposed debarment, and shall advise the Developer of the scheduled date for a debarment hearing before the Contractor Hearing Board.

25.3 The Contractor Hearing Board shall conduct a hearing where evidence on the proposed debarment is presented. The Developer and/or the Developer's representative shall be given an opportunity to submit evidence at that hearing. After the hearing, the Contractor Hearing Board shall prepare a tentative proposed decision, which shall contain a recommendation regarding whether the Developer should be debarred, and, if so, the appropriate length of time of the debarment. The Developer and the Department shall be provided an opportunity to object to the tentative proposed decision prior to its presentation to the Board of Supervisors.

25.4 After consideration of any objections, or if no objections are received, a record of the hearing, the proposed decision and any other recommendation of the Contractor Hearing Board shall be presented to the Board of Supervisors. The Board of Supervisors shall

have the right to modify, deny or adopt the proposed decision and recommendation of the Contractor Hearing Board.

25.5 If a Developer has been debarred for a period longer than five years, that Developer may, after the debarment has been in effect for at least five years; submit a written request for review of the debarment determination to reduce the period of debarment or terminate the debarment. The County may, in its discretion, reduce the period of debarment or terminate the debarment if it finds that the Developer has adequately demonstrated one or more of the following: (1) elimination of the grounds for which the debarment was imposed; (2) a bona fide change in ownership or management; (3) material evidence discovered after debarment was imposed; or (4) any other reason that is in the best interests of the County.

25.6 The Contractor Hearing Board will consider requests for review of a debarment determination only where (1) the Developer has been debarred for a period longer than five years; (2) the debarment has been in effect for at least five years; and (3) the request is in writing, states one or more of the grounds for reduction of the debarment period or termination of the debarment, and includes supporting documentation. Upon receiving an appropriate request, the Contractor Hearing Board will provide notice of the hearing on the request. After the hearing, the Contractor Hearing Board shall conduct a hearing where evidence on the proposed reduction of debarment period or termination of debarment is presented. This hearing shall be conducted and the request for review decided by the Contractor Hearing Board pursuant to the same procedures as for a debarment hearing.

The Contractor Hearing Board's proposed decision shall contain a recommendation on the request to reduce the period of debarment or terminate the debarment. The Contractor Hearing Board shall present its proposed decision and recommendation to the Board of Supervisors. The Board of Supervisors shall have the right to modify, deny, or adopt the proposed decision and recommendation of the Contractor Hearing Board.

25.7 These terms shall also apply to proposed sub consultants of Developers on County contracts.

25.8 <http://purchasingcontracts.co.la.ca.us/DebarmentList.htm> is the link to the County's website where there is a listing of Contractors that are currently on the Debarment List for Los Angeles County.

26. County's Quality Assurance Plan

After contract award, the County or its agent will evaluate the Contractor's performance under the contract on a periodic basis. Such evaluation will include assessing Contractor's compliance with all terms in the Contract and performance standards identified in the Statement of Work. Contractor's deficiencies which the County determines are severe or continuing and that may jeopardize performance of the Contract will be reported to the County's Board of Supervisors. The report will include improvement/corrective action measures taken by the County and Contractor. If improvement does not occur consistent with the corrective action measures, the County may terminate the Contract in whole or in part, or impose other penalties as specified in the Contract.

27. Contractor Employee Jury Service Program

The prospective contract is subject to the requirements of the County's Employee Jury Service Ordinance (Jury Service Program) (Los Angeles County Code, Chapter 2.203). Prospective Contractors should carefully read the Jury Service Program and the pertinent jury service provisions of the model/sample contract, both of which are incorporated by reference into and made a part of this RFP. The Jury Service Program applies to both Contractors and their subcontractors.

Developers that fail to comply with the requirements of the Jury Service Program will be considered non-responsive and excluded from further consideration.

27.1 The Jury Service Program requires Contractors and their subcontractors to have and adhere to a written policy that provides that its employees shall receive from the Contractor, on an annual basis, no less than five days of regular pay for actual jury service. The policy may provide that employees deposit any fees received for such jury service with the Contractor or that the Contractor deduct from the employee's regular pay the fees received for jury service. For purposes of the Jury Service Program, employee means any California resident who is a full-time employee of a Contractor and full time means 40 hours or more worked per week, or a lesser number of hours if: 1) the lesser number is a recognized industry standard as determined by the County, or 2) the Contractor has a long-standing practice that defines the lesser number of hours as full time. Therefore, the Jury Service Program applies to all of a Contractor's full-time California employees, even those not working specifically on the County project. Full-time employees providing short-term, temporary services of 90 days or less within a 12-month-period are not considered full-time for purposes of the Jury Service Program.

27.2 There are two ways in which a Contractor might not be subject to the Jury Service Program. The first is if the Contractor does not fall within the Jury Service Program's definition of Contractor. The Program defines Contractor to mean a person, partnership, corporation, or other entity which has a contract with the County or a subcontract with a County Contractor and has received or will receive an aggregate sum of \$50,000 or more in any 12-month period under one or more County contracts or subcontracts. The second is if the Contractor meets one of the two exceptions to the Jury Service Program. The first exception concerns small businesses and applies to Contractors that have: 1) ten or fewer employees; and, 2) annual gross revenues in the preceding twelve months which, if added to the annual amount of this contract is less than \$500,000; and, 3) is not an affiliate or subsidiary of a business dominant in its field of operation. The second exception applies to Contractors that possess a collective bargaining agreement that expressly supersedes the provisions of the Jury Service Program. The Contractor is subject to any provision of the Jury Service Program not expressly superseded by the collective bargaining agreement.

27.3 If a Contractor does not fall within the Jury Service Program's definition of Contractor or if it meets any of the exceptions to the Jury Service Program, then the Contractor must so indicate in the Certification Form and Application for Exception and include with its submission all necessary documentation to support the claim such as tax returns or a collective bargaining agreement, if applicable. Upon reviewing the Contractor's application, the County will determine, in its sole discretion, whether the Contractor falls within the definition of Contractor or meets any of the exceptions to the Jury Service Program. The County's decision will be final.

28. Consultant Registration with the County of Los Angeles
Prior to a contract award, all potential Consultants must register in the County's WebVen. The WebVen contains the Vendor's business profile and identifies the goods/services the business provides. Registration can be accomplished online via the Internet by accessing the County's home page at <http://camisvr.co.la.ca.us/webven/>. If awarded a contract and Consultant does not have a valid vendor number, payments will be delayed until the Consultant is registered.

29. No Payment for Services Provided Following Expiration/Termination of Agreement

Contractor shall have no claim against County for payment for any money or reimbursement, of any kind whatsoever, for any service provided by Contractor after the expiration or other termination of this Agreement. Should Contractor receive any such payment it shall immediately notify County and shall immediately repay all such funds to County. Payment by County for services rendered after expiration/termination of this Agreement shall not constitute a waiver of County's right to recover such payment from Contractor. This provision shall survive the expiration or other termination of this Agreement.

30. Notice to Employees Regarding the Safely Surrendered Baby Law
The Contractor shall notify and provide to its employees, and shall require each subcontractor to notify and provide to its employees, a fact sheet regarding the Safely Surrendered Baby Law, its implementation in the County of Los Angeles, and how to safely surrender a baby. The fact sheet is set forth in Attachment of this

solicitation document. It is also available on the Internet at www.babysafela.org for printing purposes.

31. Notification to County of Pending Acquisitions/Mergers by Proposing Company

Developer shall notify the County of any pending acquisitions/mergers of their company. This information shall be provided by the vendor on Required Form - Developer's Organization Questionnaire/Affidavit (Form 13). Failure of the vendor to provide this information may eliminate its proposal from any further consideration. Developer shall have a continuing obligation to notify County of changes to the information contained in Form 13 (Developer's Organization Questionnaire/Affidavit) during the pendency of this RFP by providing a revised Form 13 to the County upon the occurrence of any event giving rise to a change in its previously-reported information.

32. Prevailing Wage Requirements

These services will consist of both prevailing wage work and non-prevailing wage work.

a. For project which is a public work as defined in Section 1720 of the California Labor Code, and subject to compliance monitoring and enforcement by the Department of Industrial Relations (DIR), the following provisions of this Section shall apply.

b. A contractor or subcontractor shall not be qualified to bid on, be listed in a bid proposal, subject to requirements of Section 4104 of the California Public Contract Code, or engage in the performance of any contract for public works, unless currently registered with the

Department of Industrial Relations and qualified to perform public work pursuant to California Labor Code section 1725.5.

- c. The County shall not accept any bid nor award any contract without proof of the contractor and subcontractor's current registration to perform the project. A copy of the confirmed registration from the Department of Industrial Relations website (<https://efiling.dir.ca.gov/PWCR/Search.action>) must be attached in applicable part of the bid package. The bid submitted by an unregistered contractor shall be basis for considering the bid non-responsive [with limited exceptions from this requirement for bid purposes only under Labor Code section 1771.1].
- d. An inadvertent error in listing an unregistered subcontractor pursuant to Labor Code section 1725.5 in a bid proposal shall be grounds for considering the bid non-responsive, unless:
- (1) The subcontractor is registered prior to the bid opening.
 - (2) Within 24 hours after the bid opening, the subcontractor is registered and has paid the penalty registration fee specified in subparagraph (E) of paragraph (2) of subdivision (a) of Section 1725.5.
 - (3) The subcontractor is replaced by another registered subcontractor pursuant to Section 4107 of the Public Contract Code.
- e. All contractors and subcontractors must furnish certified payroll records directly to the Labor Commissioner (aka Division of Labor Standards Enforcement) in a format prescribed by the Labor Commission.
- f. The prime contractor is required to post job site notices prescribed below:

8 Calif. Code Reg. §16451(d):

"This public works project is subject to monitoring and investigative activities by the Compliance Monitoring Unit (CMU) of the Division of Labor Standards Enforcement, Department of Industrial Relations, State of California. This Notice is intended to provide information to all workers employed in the execution of the contract for public work and to all contractors and other persons having access to the job site to enable the CMU to ensure compliance with and enforcement of prevailing wage laws on public works projects.

"The prevailing wage laws require that all workers be paid at least the minimum hourly wage as determined by the Director of Industrial Relations for the specific classification (or type of work) performed by workers on the project. These rates are listed on a separate job site posting of minimum prevailing rates required to be maintained by the public entity which awarded the public works contract. Complaints concerning nonpayment of the required minimum wage rates to workers on this project may be filed with the CMU at any office of the Division of Labor Standards Enforcement (DLSE).

Local Office Telephone Number:

Division of Labor Standards Enforcement Office
320 W. Fourth Street, Suite 450
Los Angeles, CA 90013
(213) 620-6330

"Complaints should be filed in writing immediately upon discovery of any violations of the prevailing wage laws due to the short period of time following the completion of the project that the CMU may take legal action against those responsible.

"Complaints should contain details about the violations alleged (for example, wrong rate paid, not all hours paid, overtime rate not paid for hours worked in excess of 8 per day or 40 per week, etc) as well as the name of the employer, the public entity which awarded the public works contract, and the location and name of the project.

"For general information concerning the prevailing wage laws and how to file a complaint concerning any violation of these prevailing wage laws, you may contact any DLSE office. Complaint forms are also available at the Department of Industrial Relations website found at <http://www.dir.ca.gov/Public-Works/PublicWorks.html>."

g. In addition, electronic certified payroll records must be submitted to the County through an online system designated by the County.

33. Mental Health Services for Critical Incidents

In the event of a serious accident on the Project site, the Los Angeles County Department of Mental Health (DMH) will, if requested, respond. The response may be within a few hours or as long as a few days after the incident, depending on when the request was made. The services DMH will provide include crisis intervention, normalization of the stress response that survivors may be experiencing, stress management techniques and resources if the stress reactions increase in frequency or intensity. Requests for services may be made by calling the DMH Emergency Outreach Bureau Deputy Director, (213) 738-4924, during normal business hours or the ACCESS Center, (800) 854-7771, evenings, holidays, and weekends.

34. Protest Review Process

The County will handle and process any and all protests in connection with this RFP according to the County of Los Angeles Contracting Manual, Countywide Construction Contracting Policy Guidelines No. P-05-04, "Bid Protests", dated March 31, 2003. Developers who wish to file a protest shall do so in accordance with the requirements specified in Construction Contracting Policy Guideline No. P-05-04, which can be found at <http://dpw.lacounty.gov/general/bids/BidProtests.pdf>.

35. County's Defaulted Property Tax Reduction Program

The prospective contract is subject to the requirements of the County's Defaulted Property Tax Reduction Program (Los Angeles County Code, Chapter 2.206). Prospective contractors should carefully read the Defaulted Tax Program Ordinance, and the pertinent provisions of the sample contract, Attachment 1, both of which are incorporated by reference into and made a part of this solicitation. The Defaulted Tax Program applies to both contractors and their subcontractors.

Bidders/Developers shall be required to certify that they are in full compliance with the provisions of the Defaulted Tax Program and shall maintain compliance during the term of any contract that may be awarded pursuant to this solicitation or shall certify that they are exempt from the Defaulted Tax Program by completing Certification of Compliance with the County's Defaulted Property Tax Reduction Program, Required Forms. Failure to maintain compliance, or to timely cure defects, may be cause for termination of a contract or initiation or debarment proceedings against the non-compliant contractor (Los Angeles County Code, Chapter 2.202).

HOA.100821532.1

Bids/proposals that fail to comply with the certification requirements of the Defaulted Tax Program will be considered non-responsive and excluded from further consideration.

36. County's Request to Replace Consultant's Personnel

If the County determines, in its sole discretion, that the performance or conduct of any of Consultant's personnel on the Project is unsatisfactory, County reserves the right to request that the Consultant replace such personnel for the Project. In the event the County makes such a request, the Consultant shall promptly comply with such request.

37. Prohibition from Participation in Future Solicitation(s)

Neither Consultant nor any subsidiary of or subcontractor to Consultant shall participate in any way in any future solicitation conducted by County that includes or is based upon any solicitation document that is developed as a result of the services rendered by Consultant under this Agreement. As this prohibition applies to subcontractors of the Consultant, Consultant shall notify any subcontractors providing services under this Agreement of this prohibition before they commence work under this Agreement. Any response to a solicitation submitted by Consultant or by any subsidiary of or subcontractor to Consultant in violation of this provision shall be rejected by County. This provision shall survive the expiration or other termination of this Agreement.

38. Time Off for Voting

The Contractor shall notify its employees, and shall require each subcontractor to notify and provide to its employees, information regarding the time off for voting law (Elections Code Section 14000).

Not less than 10 days before every statewide election, every Contractor and subcontractors shall keep posted conspicuously at the place of work, if practicable, or elsewhere where it can be seen as employees come or go to their place of work, a notice setting forth the provisions of Section 14000.

39. Injury & Illness Prevention Program

Contractor shall be required to comply with the State of California's Cal OSHA's regulations. Section 3203 of Title 8 in the California Code of Regulations requires all California employers to have a written, effective Injury and Illness Prevention Program (IIPP) that addresses hazards pertaining to the particular workplace covered by the program.

40. Consultant Background and Security Investigations

Background and security investigations of Consultant's staff may be required at the discretion of the County as a condition of beginning and continuing work under any resulting Contract. The cost of background checks is the responsibility of the Consultant.

41. Confidentiality and Independent Contractor Status

As appropriate, Contractor shall be required to comply with the Confidentiality provision and the Independent Contractor Status provision contained in the Sample Consultant Services Agreement.

42. Conflict of Interest

No County employee whose position in the County enables him/her to influence the selection of a Contractor for this RFP, or any competing RFP, nor any spouse of economic dependent of such employees, shall be employed in any capacity by a Developer or have

any other direct or indirect financial interest in the selection of a Contractor. Developer shall certify that he/she is aware of and has read Section 2.180.010 of the Los Angeles County Code as stated in Form 2 - Avoidance of Conflict of Interest Certificate.

43. Contractor CARD Track/Monitoring Database

The County maintains databases that track/monitor contractor performance history. Information entered into such databases may be used for a variety of purposes, including determining whether the County will exercise a contract term extension option.

44. Proposals Submitted

Only one proposal from an individual, firm, partnership, corporation, or association may be submitted. Using the same or different names to submit additional proposals is not acceptable, and such proposals will not be considered. If the County has reasonable grounds for believing that any Developer has an interest in more than one proposal for the work contemplated, the proposal may be rejected as nonresponsive and/or non-responsible. If the County has reason to believe that collusion exists among the Developers, the proposals will be rejected, and such Developers and participants may be subject to debarment.



Americans with Disabilities Act (ADA) Information

Individuals requiring reasonable accessibility accommodations may request written materials in alternate formats, physical accessibility accommodations, sign language interpreters or other reasonable accommodations by contacting our departmental Americans with Disabilities Act Coordinator at (626) 458-4081, from 7:30 a.m. to 5:00 p.m., Monday through Thursday (excluding holidays). Persons who are deaf or hard of hearing may make contact by first dialing the California Relay Service at 7-1-1. Requests should be made at least one week in advance to ensure availability. When making a reasonable accommodation request, please reference [AED-3].

XII. Preference Programs

XIII. Required Forms

Form 1.	Request for Local Small Business Enterprise (SBE) Preference Program Consideration and Community Business Enterprise (CBE) Firm/Organization Information Form	Form 16.	Transitional Job Opportunities Preference Application
Form 2.	Avoidance of Conflict of Interest Certificate	Form 17	Request for Disabled Veteran Business Enterprise Preference Program Consideration
Form 3.	Developer's EEO Certification Form	Form 18.	Business Size Enterprise Category Form
Form 4.	Lobbyist Ordinance Affidavit Form		
Form 5.	Attestation of Willingness to Consider GAIN/GROW Participants		
Form 6.	History of Contracting with the County of Los Angeles		
Form 7.	False Claims		
Form 8.	Civil Litigation History		
Form 9.	Criminal Conviction		
Form 10.	Contractor Employee Jury Service Program		
Form 11.	Debarments		
Form 12.	Labor Law/Payroll Violations		
Form 13.	Developer's Organization Questionnaire/Affidavit		
Form 14.	Certification of Compliance with the County's Defaulted Property Tax Reduction Program		
Form 15.	Reference Survey Form		

XIV. Attachments

Indemnification and Insurance Provision

Safely Surrender Baby Law Flyer

Reference Documents:

- Los Angeles City General Plan Framework
- San Pedro Community Plan (March 1999)
- Downtown San Pedro Community Design Overlay District
(Ordinance No. 179935)
- Draft San Pedro Community Implementation Overlay Plan
(Proposed December 2013)
- Pacific Corridor Redevelopment Project Area
- Current Zoning – ZIMAS <http://zimas.lacity.org/>

BOARD REPORT MOTION 684698

3. Recommendation as submitted by Supervisor Knabe: Direct the Chief Executive Officer to complete negotiations to purchase the State's 95.15% interest in the San Pedro Courthouse located at 505 South Centre Street, San Pedro, for an appraised value of \$5,119,070 for its prorata share plus approximately \$10,000 for title and escrow fees, and execute a purchase and sale agreement with the State of California's Judicial Council of California for the purchase of the San Pedro Courthouse property, after Governor Edmund G. Brown signs Assembly Bill 1900 (Jones-Sawyer & O'Donnell); and take the following related actions:

Approve a Notice of Intention to Purchase Real Property for the 95.15% interest in the San Pedro Courthouse consisting of approximately 1.8 acres of land and 50,000 sq ft of improvements for a purchase price of \$5,119,070, plus approximately \$10,000 for title and escrow fees, with the purchase price and related fees fully funded and allocated in Capital Project (CP) No. 69776, San Pedro Courthouse Acquisition and set a date for public hearing to receive comment and consummate the proposed acquisition;

After the public hearing, authorize the Chief Executive Officer to take any further actions to open and complete escrow and accept the deed conveying title to the County;

Approve a budget of \$640,000 for pre-development activities that will be funded and allocated in CP No. 69776, San Pedro Courthouse Acquisition;

Direct the Chief Executive Officer, County Counsel and the Director of Public Works to begin pre-development activities including preparing a Request for Proposal (RFP) and a Pre-Development Agreement;

Direct the Chief Executive Officer and the Director of Public Works to issue an RFP for the development and design of the proposed San Pedro Court Redevelopment;

Adopt a resolution declaring the Board's intent to consider all proposals received in response to the San Pedro Courthouse Redevelopment RFP, and set a date of September 13, 2016, for the Board to receive all such proposals submitted;

~~Direct the Chief Executive Officer and the Director of Public Works to report back to the Board with a recommendation for the award of a Pre-Development Agreement to the best value developer; and~~

Find that the proposed actions are exempt from the California Environmental Quality Act. (16-3021)

Attachments: [Motion by Supervisor Knabe](#)

4. Recommendation as submitted by Supervisor Knabe: Approve an appropriation adjustment to transfer \$1,689,000 from the South Whittier Library Relocation Project, Capital Project No. 77603 to the East San Gabriel Valley Library Project, Capital Project No. 77486. (Relates to Agenda Nos. 1-D and 2-D) (16-2995)

Attachments: [Motion by Supervisor Knabe](#)

5. Recommendation as submitted by Supervisor Antonovich: Extend a \$20,000 reward offered in exchange for information leading to the apprehension and/or conviction of the person or persons responsible for the heinous murder of Christopher Walker, who was found outside in front of Fair Oaks Burger located on 2560 North Fair Oaks Avenue in Altadena on October 30, 2014. (16-1831)

Attachments: [Motion by Supervisor Antonovich](#)

6. Recommendation as submitted by Supervisor Antonovich: Extend a \$20,000 reward offered in exchange for information leading to the apprehension and/or conviction of the person or persons responsible for the heinous murder of 28-year-old Robert Calderon, who was found lying on the parkway, suffering from gunshot wounds located on the 600 block on North Mentor Avenue in Altadena on December 18, 2015, at approximately 10:45 p.m. (16-1837)

Attachments: [Motion by Supervisor Antonovich](#)

AGN. NO.

MOTION BY SUPERVISOR DON KNABE

June 14, 2016

Purchase and Redevelopment of the San Pedro Courthouse Property

Since the opening of San Pedro Courthouse in 1969, it had served as an anchor for local business and residential activity for the San Pedro community. In June 2013, the San Pedro Courthouse was one of seven courthouses in Los Angeles County closed by the State due to budget issues. The closure has left a void that needs to be filled quickly in order to avoid blight in the San Pedro community.

AB 1900 (Jones-Sawyer & O'Donnell), an urgency statute, was introduced in the State Assembly on February 11, 2016, to declare the San Pedro Courthouse property available for disposal and sale. The proposed legislation gives the County, as part (4.85%) owner of the San Pedro Courthouse, the right to purchase the property at a fair market value before the Judicial Council of California offers the property for sale. On February 16, 2016, the Board of Supervisors (Board) passed a motion supporting AB 1900, which is anticipated to be passed and signed by the Governor on June 30, 2016.

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MOTION

RIDLEY-THOMAS _____
KUEHL _____
KNABE _____
ANTONOVICH _____
SOLIS _____

The Chief Executive Office (CEO) and its real estate advisors have preliminarily analyzed the San Pedro Courthouse property and determined that its highest and best use will likely be a mixed-use medium to high-rise project consisting of amenities for public gathering, as well as cultural, retail, restaurant, and residential uses with a parking structure. In anticipation of the passage of AB 1900 and to expeditiously restore this property that has already been vacant for three years to a focal point of civic activity, the CEO recommends that the redevelopment be delivered through a revenue generating project delivery method pursuant to Government Code 25549. 1 et seq., which allows the County to enter into agreements related to real property to be used jointly by the County and any private party. This approach to the redevelopment of the San Pedro Courthouse property will allow the County to select a best-value developer based on such developer's experience with similar project. There are a large number of developers in the Los Angeles area who have extensive experience financing and building these types of developments so the County will be able to select the most qualified proposer presentation the best value to the County and the San Pedro community.

I, THEREFORE MOVE, that the Board of Supervisors:

1. Find that the proposed actions are exempt from the California Environmental Quality Act (CEQA) because: (a) they are activities that are excluded from the definition of a project by Section 15378(b) of the CEQA Guidelines as administrative activities of government which will not result in direct or indirect changes to the environment; and (b) pursuant to Section 15262 of the CEQA

Guidelines, they involve activities that constitute feasibility or planning studies for possible future actions that are not approved or adopted by the Board, and do not involve approval of a plan legally binding on future activities.

2. Direct the CEO to complete negotiations to purchase the State's 95.15% interest in the San Pedro Courthouse located at 505 South Centre Street, San Pedro, for an appraised value of \$5,119,070 for its prorata share plus approximately \$10,000 for title and escrow fees.
3. After Governor Brown's signing of AB 1900, authorize the CEO to execute a purchase and sale agreement with the State of California's Judicial Council of California for the purchase of the San Pedro Courthouse property.
4. Approve the attached Notice of Intention to Purchase Real Property for the 95.15% interest in the San Pedro Courthouse consisting of approximately 1.8 acres of land and 50,000 square feet of improvements for a purchase price of \$5,119,070, plus approximately \$10,000 for title and escrow fees. The purchase price and related fees are fully funded and are allocated in Capital Project No. 69776, San Pedro Courthouse Acquisition.
5. Instruct the Executive Office of the Board of Supervisors to publish the Notice of Intention in accordance with Government Code Section 6063, and set a date for a public hearing to receive comment and consummate the proposed acquisition.
6. After the public hearing and appropriate CEQA findings by the Board, if the purchase is ordered to be consummated in accordance with Government

-M O R E -

Code Section 25350, then authorize the CEO or her duly authorized representative to take any further actions to open and complete escrow, and accept the deed conveying title to the County of Los Angeles.

7. Approve the budget of \$640,000 for pre-development activities that will be funded and allocated in Capital Project No. 69776, San Pedro Courthouse Acquisition.
8. Direct the CEO, County Counsel, and the Department of Public Works (Public Works) to begin pre-development activities including preparing a Request for Proposal (RFP) and a Pre-Development Agreement.
9. Direct CEO and Public Works to issue RFP for the development and design of the proposed San Pedro Court redevelopment after submitting the document for Board review, fourteen days prior to release.
10. Pursuant to Government Code 25549.8, adopt a resolution, in the form attached hereto, declaring the Board's intent to consider all proposals received in response to the San Pedro Courthouse Redevelopment RFP, and set a date of September 13, 2016, for the Board to receive all such proposals submitted.
11. Direct the CEO, and Public Works to return to the Board with a recommendation for the award of a Pre-Development Agreement to the best value developer.

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DK:di

**RESOLUTION OF INTENTION TO CONSIDER PROPOSALS FOR THE REDEVELOPMENT
OF SAN PEDRO COURTHOUSE SITE**

WHEREAS, the County of Los Angeles ("County") seeks to redevelop the San Pedro Courthouse property located at 505 South Centre Street in the City of San Pedro (the "Property");

WHEREAS, the Board of Supervisors of the County ("Board") is legally authorized to conduct proceedings, pursuant to Government Code § 25549.1 et seq, to adopt a resolution declaring its intention to consider all plans or proposals from private persons, firms, or corporations (each a "Proposer;" collectively "Proposers") concerning the redevelopment of the Property (the "Project") after its acquisition by the County, and to thereafter select the submitted plan or proposal which best meets the needs of the County, complete and consider necessary environmental analysis and any required findings under the California Environmental Quality Act ("CEQA") and enter into leases and/or agreements, which incorporate the plan or proposal either as submitted or as revised by the Board, with the Proposer of such plan or proposal upon such terms and conditions as the parties thereto may agree, pursuant to such leasing arrangement, to construct, or propose for construction of, a proposed Project to be jointly occupied and used by the selected Proposer and the County on such County-owned real property, and to take other related actions, all as hereinafter provided;

WHEREAS, the proposed Project would include onsite and offsite facilities, utilities, and improvements, including permanent improvements of the grounds of the Project as agreed upon by the County and the successful proposer, are appropriate for the proper operation or function of the Project to be occupied jointly by the County and the selected Proposer pursuant to Government Code § 25549.1;

WHEREAS, pursuant to Government Code § 25549.1 et seq., it is in the public's interest for the County to optimize the use of public real property and reduce public costs by having the Project's costs and any related costs shared by a private lessee pursuant to the proceedings described in this Resolution;

WHEREAS, the Board hereby declares its intention to receive and to consider all timely and responsive sealed plans or proposals submitted, to construct, or to provide for construction, on the Property of the proposed Project to be jointly occupied and used by the selected Proposer and the County, as hereinafter provided, and to take other related actions described in this Resolution.

WHEREAS, the Board has found that the public interest and welfare will be served by the solicitation of proposals for the proposed Project; and

NOW THEREFORE, BE IT RESOLVED by the Board of Supervisors of the County of Los Angeles, as follows:

RESOLUTION OF INTENTION TO CONSIDER PROPOSALS FOR THE REDEVELOPMENT OF SAN PEDRO COURTHOUSE SITE

WHEREAS, the County of Los Angeles ("County") seeks to redevelop the San Pedro Courthouse property located at 505 South Centre Street in the City of San Pedro (the "Property");

WHEREAS, the Board of Supervisors of the County ("Board") is legally authorized to conduct proceedings, pursuant to Government Code § 25549.1 et seq., to adopt a resolution declaring its intention to consider all plans or proposals from private persons, firms, or corporations (each a "Proposer;" collectively "Proposers") concerning the redevelopment of the Property (the "Project") after its acquisition by the County, and to thereafter select the submitted plan or proposal which best meets the needs of the County, complete and consider necessary environmental analysis and any required findings under the California Environmental Quality Act ("CEQA") and enter into leases and/or agreements, which incorporate the plan or proposal either as submitted or as revised by the Board, with the Proposer of such plan or proposal upon such terms and conditions as the parties thereto may agree, pursuant to such leasing arrangement, to construct, or propose for construction of, a proposed Project to be jointly occupied and used by the selected Proposer and the County on such County-owned real property, and to take other related actions, all as hereinafter provided;

WHEREAS, the proposed Project would include onsite and offsite facilities, utilities, and improvements, including permanent improvements of the grounds of the Project as agreed upon by the County and the successful proposer, are appropriate for the proper operation or function of the Project to be occupied jointly by the County and the selected Proposer pursuant to Government Code § 25549.1;

WHEREAS, pursuant to Government Code § 25549.1 et seq., it is in the public's interest for the County to optimize the use of public real property and reduce public costs by having the Project's costs and any related costs shared by a private lessee pursuant to the proceedings described in this Resolution;

WHEREAS, the Board hereby declares its intention to receive and to consider all timely and responsive sealed plans or proposals submitted, to construct, or to provide for construction, on the Property of the proposed Project to be jointly occupied and used by the selected Proposer and the County, as hereinafter provided, and to take other related actions described in this Resolution.

WHEREAS, the Board has found that the public interest and welfare will be served by the solicitation of proposals for the proposed Project; and

NOW THEREFORE, BE IT RESOLVED by the Board of Supervisors of the County of Los Angeles, as follows:

1. The Board hereby finds and determines that all of the foregoing recitals are true and are hereby incorporated by reference herein, and that this Resolution is in compliance with all applicable laws, including further, but not limited to, Government HOA.100737805.1

Code §§ 25549.7 and 25549.8, with respect to the Board's adoption of this Resolution. The County, including the Board, is authorized to take any and all actions that a county may take pursuant to Government Code § 25549.1 et seq.

2. It is the intention of the County to consider proposals for the redevelopment of San Pedro Courthouse property on real property to be acquired by the County located at 505 South Centre Street in the City of San Pedro. Based upon the County's determination that the highest and best use of the Property will likely be a mixed-use medium to high-rise project consisting of amenities for public gathering, cultural uses, as well as retail, restaurant and residential uses, proposers will be asked to analyze the market and various potential development opportunities, and to propose a project comprised of the foregoing uses.

3. On June 14, 2016, the Board authorized the release of a Request for Proposals ("RFP") for the proposed development of the Project.

4. On September 13, 2016, at 9:30 a.m., during the Board's regularly scheduled meeting, the Board will meet and receive all plans or proposals submitted for the proposed joint occupancy of the Property identified in the Resolution.

5. After considering all Proposers' submitted plans or proposals, the Board shall have the legal authority, pursuant to California Government Code § 25549.11, to select the submitted plan or proposal which best meets the needs of the County, and, subject to prior completion and consideration of necessary environmental analysis and any required findings under CEQA, to enter into leases and/or agreements, which incorporate that plan or proposal either as submitted or as revised by the Board, with the selected Proposer. As provided by Government Code § 25549.5, such leasing or other contractual arrangement, if entered into by the Board, requires the selected Proposer to construct, or provide for construction of, the proposed Project to be jointly occupied and used by the selected Proposer and the County during the term of the leases or other agreements; as provided by Government Code § 25549.6, such leases or agreements shall be upon such terms and conditions as the parties thereto may agree and may be entered into as provided in Government Code § 25549.1 et seq.

6. The Clerk to the Board is hereby directed to publish notice of the Board's adoption of this Resolution by publishing this adopted Resolution once a week for three (3) weeks in a newspaper of general circulation in Los Angeles County as provided in Government Code § 25549.9.

7. This Resolution has been adopted at a regular, open meeting of the Board. This Resolution shall take effect immediately upon its adoption by the Board.

8. The County reserves the unqualified right, in its sole and absolute discretion at any time: (1) to amend or withdraw the RFP or to withdraw at any time from this process with no recourse for any proposer; (2) to choose or reject any or all proposals received in response to the RFP in its sole and subjective discretion; (3) to conduct

further due diligence with one or more proposers or any third party; (4) to modify County's objectives or the scope of the Project; (5) to issue subsequent RFPs for the same property, or variations or components thereof; (6) to disqualify any developer on the basis of any real or perceived conflict of interest that is disclosed or revealed by responses submitted or by any data available to County; (7) to proceed with that proposal modified proposal, if any, which in its judgment will, under the circumstances, best serve County's objectives; (8) to waive minor deficiencies, informalities and/or irregularities in the proposals or compliance by proposers with requirements for submission of proposals; and/or (9) to determine not to proceed with any Project, either on the basis of an evaluation of the factors listed in the RFP, including the County's full exercise of its governmental powers in its review of and/ determinations concerning any required entitlements, and the full exercise of its discretion with respect to its compliance with CEQA prior to its approval of the Project, or for another reason, or for no reason, including but not limited to the convenience of the County. Notwithstanding a recommendation of a department, agency, individual, or other, the Board retains the right to exercise its judgment concerning the selection of a proposal and the terms of any resultant agreement, and to determine which proposal best serves the interests of the County. The Board is the ultimate decision-making body that makes the final determination necessary to arrive at a decision to award, or not award, a lease or other agreement.

The foregoing resolution was, on the 14th day of June, 2016, adopted by the Board of Supervisors of the County of Los Angeles and ex officio the governing body of all other special assessment and taxing districts, agencies and authorities for which said Board so acts.



LORI GLASGOW
Executive Officer-Clerk of the
Board of Supervisors of the
County of Los Angeles

By Carla Little
Deputy

APPROVED AS TO FORM:

MARY C. WICKHAM
County Counsel

By
Deputy